IN THE UNITED STATES DISTRICT COURT FOR THE EASTERN DISTRICT OF TEXAS MARSHALL DIVISION

PA ADVISORS, LLC

Plaintiff,

S

CIVIL ACTION NO. 2:07-CV-480 (D)

V.

JURY TRIAL DEMANDED

S

GOOGLE INC., et al,

Defendants

OPPOSED MOTION FOR PROTECTIVE ORDER

TO THE HONORABLE UNITED STATES DISTRICT COURT:

Pursuant to the parties' representation to the Court at the July 24, 2008 Status Conference, Plaintiff and remaining Defendants that have not announced a settlement as represented at the Status Conference are submitting for entry a proposed Protective Order. All provisions are agreed upon except for the location for the Defendants to produce their source code. Plaintiff's and remaining Defendants' competing provisions on that subject are set out in the proposed Protective Order (pp. 6-10) as well as each side's rationale.

Dated: August 18, 2008. Respectfully submitted,

Andrew Wesley Spangler Spangler Law PC 208 N. Green St., Suite 300 Longview, TX 75601 903-753-9300 Fax: 903-553-0403

Email: spangler@spanglerlawpc.com

Danny Lloyd Williams Williams Morgan & Amerson 10333 Richmond, Suite 1100 Houston, TX 77042 713/934-4060 /s/ Brian C Cannon Quinn Emanuel Urquhart Oliver & Hedges 555 Twin Dolphin Dr Suite 560 Redwood Shores, CA 94065 650/801-5000 Fax: 650/801-5100

Email: briancannon@quinnemanuel.com

David J Beck Beck Redden & Secrest 1221 McKinney St, Suite 4500 One Houston Center

Fax: 17139347011

Email: dwilliams@wmalaw.com

David Michael Pridham
David Pridham
Law Office of David Pridham
25 Linden Road
Barrington, RI 02806
401-633-7247
Fax: 401-633-7247

Email: david@PridhamIPLaw.com

J Mike Amerson Williams Morgan & Amerson PC 10333 Richmond, Suite 1100 Houston, TX 77042 713/934-4055 Fax: 17139347011

Email: mike@wmalaw.com

Joseph Diamante Jenner & Block LLP - NY 919 Third Avenue New York, NY 10022 212/891-1600 Fax: 212/909-0811

Email: jdiamante@jenner.com

Patrick Rolf Anderson Patrick R. Anderson, PLLC 4225 Miller Rd., Bldg. B-9, Suite 358 Flint, MI 48507 517-303-4806 Fax: 248-928-9239

Email: patrick@prapllc.com

Jonathan T. Suder
State Bar No. 19463350
Michael T. Cooke
State Bar No. 04759650
FRIEDMAN, SUDER & COOKE
Tindall Square Warehouse No. 1
604 East 4th Street, Suite 200
Fort Worth, Texas 76102
(817) 334-0400
Fax (817) 334-0401

Houston, TX 77010-2020 713/951-3700 Fax: 17139513720

Email: dbeck@brsfirm.com

Michael Ernest Richardson Beck Redden & Secrest - Houston 1221 McKinney Suite 4500 Houston, TX 77010-2010 713/951-6284 Fax: 17139513720

ATTORNEYS FOR DEFENDANT GOOGLE INC.

Email: mrichardson@brsfirm.com

Email: mtc@fsclaw.com Email: jts@fsclaw.com

ATTORNEYS FOR PLAINTIFF PA ADVISORS, LLC

Jason C White

Howrey LLP - Chicago 321 North Clark Street

Suite 3400

Chicago, IL 60610 312/846-4680 Fax: 312/602-3986

Email: whitej@howrey.com

John Frederick Bufe Potter Minton P. O. Box 359 Tyler, TX 75710 903/597/8311 Fax: 9035930846

Email: johnbufe@potterminton.com

Michael Edwin Jones Potter Minton PC 110 N College Suite 500 PO Box 359 Tyler, TX 75710-0359

903/597/8311 Fax: 9035930846

Email: mikejones@potterminton.com

ATTORNEYS FOR DEFENDANT YAHOO! INC.

David M Lacy Kusters

Fenwick & West - San Francisco

555 California Street

12th Floor

San Francisco, CA 94104

415-875-2300 Fax: 415-281-1350

Email: dlacykusters@fenwick.com

Indra Neel Chatterjee

Orrick Herrington & Sutcliffe - Menlo Park

1000 Marsh Rd

Menlo Park, CA 94025

650/614-7400 Fax: 650/614-7401

Email: nchatterjee@orrick.com

J Thad Heartfield

The Heartfield Law Firm

2195 Dowlen Rd Beaumont, TX 77706

409/866-3318 Fax: 14098665789

Email: thad@jth-law.com

Monte M F Cooper

Orrick Herrington & Sutcliffe LLP

1000 Marsh Rd

Menlo Park, CA 94025

650/614-7375

Fax: 16506147401

Email: mcooper@orrick.com

Thomas J Gray

Orrick Herrington & Sutcliffe - Irvine

4 Park Plaza Suite 1600

Irvine, CA 92614 949/567-6700

Fax: 949/567-6701

Email: tgray@orrick.com

Hiep Huu Nguyen

Darby & Darby - New York 7 World Trade Center 250 Greenwich Street New York, NY 10007-0042

212/527-7700 Fax: 212/527-7701

Email: hnguyen@darbylaw.com

James E Hanft

Darby & Darby - New York 7 World Trade Center 250 Greenwich Street New York, NY 10007-0042

212/527-7700 Fax: 212/527-7701

Email: jhanft@darbylaw.com

Matthew D Orwig

Sonnenschein Nath & Rosenthal LLP - Dallas

1717 Main Street

Suite 3400

Dallas, TX 75201-7395

214/259-0990 Fax: 214/259-0910

Email: morwig@sonnenschein.com

Melvin C Garner

Darby & Darby - New York 7 World Trade Center 250 Greenwich Street New York, NY 10007-0042

212/527-7700 Fax: 212/527-7701

Email: mgarner@darbylaw.com

ATTORNEYS FOR DEFENDANT

CONTEXTWEB, INC.

Ben Frey

Sidley Austin - Chicago

Bank One Plaza

ATTORNEYS FOR DEFENDANT

FACEBOOK, INC. Craig S Summers

Knobbe Martens Olson & Bear LLP -

Irvine, CA 2040 Main St Fourteenth Floor Irvine, CA 92614 949/760-0404 Fax: 949/760-9502

Email: craig.summers@kmob.com

Joseph S Cianfrani

Knobbe Martens Olson & Bear LLP -

Irvine, CA 2040 Main St Fourteenth Floor Irvine, CA 92614 949/760-0404 Fax: 949/760-9502

Email: jcianfrani@kmob.com

Matthew S Bellinger

Knobbe Martens Olson & Bear LLP -

Irvine, CA 2040 Main St Fourteenth Floor Irvine, CA 92614 949-760-9502 Fax: 949-760-9502

Email: matt.bellinger@kmob.com

Melvin R Wilcox, III

Yarbrough - Wilcox, PLLC 100 E. Ferguson, Suite 1015

Tyler, TX 75702 903.595.1133 Fax: 903.595.0191

Email: mrw@yw-lawfirm.com

ATTORNEYS FOR DEFENDANT

SPECIFIC MEDIA, INC.

C Thomas Kruse

Baker & Hostetler - Houston

1000 Louisiana

One South Dearborn Ave Chicago, IL 60603 312/853-7000

Fax: 312/853-7036

Email: bfrey@sidley.com

Douglas I Lewis Sidley Austin - Chicago One South Dearborn St Chicago, IL 60603 312/853-7000 Fax: 13128537036

Email: dilewis@sidley.com

Evelyn Y Chen Sidley Austin - Dallas 717 N Harwood Suite 3400 Dallas, TX 75201 214-981-3412 Fax: 214-981-3400

Email: eychen@sidley.com

G William Lavender Lavender Law 210 N State Line Ave Suite 503 PO Box 1938 Texarkana, AR 75504-1938 870/773-3187 Fax: 18707733181

Email: blav@lavenderlaw.com

Richard A Cederoth Sidley Austin - Chicago One South Dearborn St Chicago, IL 60603 312/853-7000

Fax: 312/853-7036

Email: rcederoth@sidley.com

ATTORNEYS FOR DEFENDANTS FAST SEARCH & TRANSFER, INC., FAST SEARCH TRANSFER ASA and AGENTARTS, INC. Harry Lee Gillam, Jr **Suite 2000**

Houston, TX 77002-5009

713/646-1365 Fax: 713/751-1717

Email: tkruse@bakerlaw.com

Paul I Perlman Hodgson Russ LLP 140 Pearl Street Suite 100 Buffalo, NY 14202-4040

716/848-1479

Fax: 716/819-4616

Email: pperlman@hodgsonruss.com

Robert J Fluskey, Jr Hodgson Russ LLP 140 Pearl Street Suite 100 Buffalo, NY 14202-4040 716/856-4000

Fax: 716/849-0349

Email: rfluskey@hodgsonruss.com

ATTORNEYS FOR DEFENDANT SEEVAST CORPORATION and PULSE 360, INC.

Gillam & Smith, LLP 303 South Washington Avenue Marshall, TX 75670 903-934-8450

Fax: 903-934-9257

Email: gil@gillamsmithlaw.com

Howard I Sherman Kaye Scholer - New York 425 Park Avenue New York, NY 10022 212/836-8071 Fax: 212/836-7153

Email: hsherman@kayescholer.com

James S Blank Kaye Scholer - New York 425 Park Avenue New York, NY 10022 212/836-7528

Fax: 12128368689

Email: jblank@kayescholer.com

ATTORNEYS FOR DEFENDANT 24/7 REAL MEDIA, INC.

CERTIFICATE OF SERVICE

I hereby certify that on the 18th day of August, 2008, I electronically filed the foregoing document with the clerk of the court for the U.S. District Court, Eastern District of Texas, Marshall Division, using the electronic case filing system of the court. The electronic case filing system sent a "Notice of Electronic Filing" to the attorneys of record who have consented in writing to accept this Notice as service of this document by electronic means.

/s/ Brian C. Cannon